



THE UNITED STATES
CORPORATION
COMPANY

PA80000084612

ACCOUNT NO. : 072100000032

REFERENCE : 981058 129153A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 1, 1998

ORDER TIME : 11:25 AM

ORDER NO. : 981058-005

CUSTOMER NO: 129153A

CUSTOMER: Carolyn E. Moore, Legal Asst
JAMES R. MEROLA, P.A.

Suite 204
11380 Prosperity Farms Road
Palm Beach Grds, FL 33410

900002653369--6
-10/01/98-01052-004
*****70.00 *****70.00

DOMESTIC FILING

NAME: WCS OF PALM BEACH COUNTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 PM 2:54

RECEIVED
98 OCT -1 PM 12:12
DIVISION OF CORPORATION

1-01
53

ARTICLES OF INCORPORATION
OF
WCS OF PALM BEACH COUNTY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 PM 2:54

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I
NAME AND ADDRESS

The name of the Corporation shall be WCS OF PALM BEACH COUNTY, INC., and the principal place of business shall be 4703-A South Military Trail, Lake Worth, Florida, 33463.

ARTICLE II
DURATION

This Corporation shall exist in perpetuity.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One and No/100 (\$1.00) Dollars per Share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410, and the name of the initial Registered Agent is JAMES R. MEROLA.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1) nor more than nine (9). The name and address of the initial Director is:

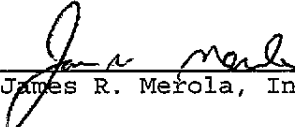
WILLIAM C. SEASE
4703-A South Military Trail
Lake Worth, Florida 33463

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation
is:

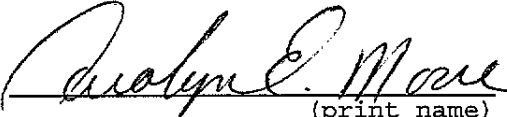
James R. Merola
Suite 204
11380 Prosperity Farms Road
Palm Beach Gardens, Florida 33410

IN WITNESS WHEREOF, I have made and subscribed these Articles of
Incorporation this 30th day of September, 1998.

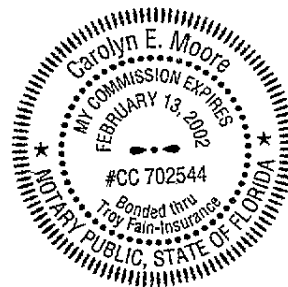

James R. Merola, Incorporator

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 30th day of
September, 1998, by JAMES R. MEROLA, who is personally known to me or who has
produced _____ as identification.


(print name)

Notary Public, State of Florida
My Commission Expires:



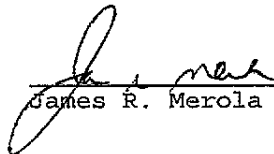
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, WCS OF PALM BEACH COUNTY, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, at Palm Beach County, Florida, has named: JAMES R. MEROLA, Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated by this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


James R. Merola

FILED
SECRETARY OF STATE
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98 OCT -1 PM 2:54